

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.<sup>1</sup>

PROMESA

Title III

Case No. 17-BK-03283 (LTS)

(Jointly Administered)

**INFORMATIVE MOTION REGARDING ATTENDANCE AT  
PRETRIAL HEARING AND CONFIRMATION HEARING**

To the Honorable United States District Court Judge Laura Taylor Swain:

The Underwriter Defendants, consisting of those parties identified in the *Joint Objection Of Underwriter Defendants To The Plan and Proposed Confirmation Order* [Docket No. 18587],<sup>2</sup> hereby submit this Informative Motion in response to this Honorable Court's *Order Regarding*

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<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283- LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801).

<sup>2</sup> The Underwriter Defendants are: Barclays Capital Inc.; BMO Capital Markets GKST Inc.; Citigroup Global Markets Inc.; Goldman Sachs & Co. LLC; J.P. Morgan Securities LLC; Merrill Lynch, Pierce, Fenner & Smith Inc; Merrill Lynch Capital Services, Inc.; Mesirow Financial, Inc.; Morgan Stanley & Co. LLC; Raymond James & Associates, Inc.; RBC Capital Markets, LLC; Samuel A. Ramirez & Co., Inc; Santander Securities LLC; and Sidley Austin LLP. The Complaint filed in Adversary Proceeding No. 19-280 (LTS) (D.P.R.) misidentifies various legal entities and incorrectly names as defendants other parties that were not involved in the issuances, underwritings or other matters implicated in the Amended Complaint – including but not limited to BofA Securities, Inc., BMO Capital Markets, Citigroup Inc., and JPMorgan Chase & Co. The incorrectly named parties, as well as the Underwriter Defendants who joined the Underwriter Objection (defined below), reserve all rights and defenses relating to the incorrect identifications in the Complaint, including but not limited to defenses based upon lack of personal jurisdiction.

*Procedures For Hearing On Confirmation Of Plan Of Adjustment* [ECF No. 18502], setting forth guidelines for parties wishing to appear at the Final Pretrial Conference scheduled for November 1, 2021 and the Confirmation Hearing scheduled to start on November 8, 2021, and respectfully INFORMS:

1. Howard S. Steel of Goodwin Procter LLP will appear telephonically to present the arguments of Underwriter Defendants at the Pretrial Conference and the Confirmation Hearing.<sup>3</sup>

Counsel seeks to be heard and address the following:

- a. *Joint Objection Of Underwriter Defendants To Debtors' Motion For An Order Approving Disclosure Statement* [Docket No. 16987].
- b. *Supplement To Omnibus Reply Of The Commonwealth Of Puerto Rico, The Employees Retirement System Of The Government Of The Commonwealth Of Puerto Rico, And The Puerto Rico Public Buildings Authority To Objections To Amended Joint Motion For Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Confirmation Hearing Notice And Confirmation Schedule, (IV) Approving Solicitation Packages And Distribution Procedures, (V) Approving Forms Of Ballots, And Voting And Election Procedures, (VI) Approving Notice Of Non-Voting Status, (VII) Fixing Voting, Election, And Confirmation Deadlines, And (VIII) Approving Vote Tabulation Procedures* [Docket No. 17277].
- c. *Seventh Amended Title III Joint Plan Of Adjustment Of The Commonwealth Of Puerto Rico, Et Al.*, [Docket No. 17627] (the "Plan").
- d. *Order And Judgment Confirming Seventh Amended Title III Joint Plan Of Adjustment Of The Commonwealth Of Puerto Rico, Et Al.*, (the "Proposed Confirmation Order") attached as Exhibit A to the *Notice Of Filing Of Proposed Order And Judgment Confirming Seventh Amended Title III Joint Plan Of Adjustment Of The Commonwealth Of Puerto Rico, Et Al.* [Docket No. 18447].
- e. *Joint Objection Of Underwriter Defendants To The Plan and Proposed Confirmation Order* [Docket No. 18587] (the "Underwriter Plan Objection"); and

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<sup>3</sup> Each of the Underwriter Defendants that joined in the Underwriter Objection is represented by separate counsel, and joined in the objections raised therein in its separate capacity. Certain factual arguments raised therein do not apply to all Underwriter Defendants and each Underwriter Defendant joined in arguments only to the extent applicable to that Underwriter Defendant. Other than as reflected in the Underwriter Objection or as stated at the Hearing, no Underwriter Defendant acts, represents, or speaks on behalf of (or purports to act, represent or speak on behalf of) any other Underwriter Defendant or any other entities in connection with the Title III Cases.

- f. Any other objections, responses, statements, joinders, replies, or responsive pleadings related to the Plan, the Proposed Conformation Order, and/or Underwriter Plan Objection.

2. Iván Lladó, of Morrell, Cartagena & Dapena LLC, as local counsel for Goldman Sachs & Co. LLC will appear at the Final Pretrial Conference and the Confirmation Hearing, but does not seek to be heard.

3. Furthermore, the Underwriter Defendants respectfully reserve the right to respond, as necessary, to statements made at the Final Pretrial Conference and the Confirmation Hearing or otherwise by any party in connection with the Title III Cases.

4. Goldman Sachs & Co. LLC and the Underwriter Defendants are attaching as **Exhibit A** hereto the Party Appearance Sheet.

**WHEREFORE**, Counsel respectfully requests this Honorable Court to take notice of the information stated above.

**RESPECTFULLY SUBMITTED,**

Dated: October 27, 2021

**GOODWIN PROCTER LLP**

/s/ Howard S. Steel

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*Counsel for Goldman Sachs & Co. LLC*

*Counsel for Goldman Sachs & Co. LLC*

**EXHIBIT A**  
**PARTY APPEARANCE SHEET**

Name of Party	Goldman Sachs & Co. LLC & Underwriter Defendants
Party Name Abbreviation (For Use with Zoom)	Underwriter Defendants
<p>Confirmation Hearing Participant</p> <p>Attorney(s) Representing Party (provide the listed information foreach attorney who may appear for the Party):</p> <ul style="list-style-type: none"> <li>• Name,</li> <li>• Email,</li> <li>• Law Firm,</li> <li>• Phone Number and</li> <li>• Docket Entry No. for the Attorney's Notice of Appearance</li> <li>• Is the attorney participating in the Final Pretrial Conferenceor the Confirmation Hearing or both?</li> </ul> <p>or</p> <p>Party-in-interest Not Represented by Counsel:</p> <ul style="list-style-type: none"> <li>• Name, Email, Phone Number, Proof of Claim Number (ifany)</li> </ul>	<p><b>Name:</b> Howard S. Steel  <b>Email:</b> hsteel@goodwinlaw.com  <b>Firm:</b> Goodwin Procter LLP  <b>Phone Number:</b> (212) 813-8800  <b>Notice of Appearance:</b> 17143  <b>Hearings:</b> Final Pretrial Conference and Confirmation Hearing</p>
Plan Objection Docket Entry No.	Docket No. 18587
Witness List Docket Entry No.	N/A
Exhibit List Docket Entry No.	N/A
Other Statement Docket Entry No.	N/A
If a Party files a supplemental Party Appearance Sheet, the Party must include the Docket Entry No. of the original appearance sheet in the new filing which must be clearly marked as a "Supplemental" Party Appearance Sheet.	N/A